

EXHIBIT B

AGREEMENT

This Agreement (this "Agreement") is made as of March 21, 2017 ("Effective Date") by and between Sunomix Therapeutics, Inc. ("Sunomix"), located at 3525 Del Mar Heights, Suite 1037, San Diego, CA 92130 and Alpha-O Peptides located at Lörracherstrasse 50, 4125 Riehen, Switzerland ("Alpha-O").

Whereas:

Alpha-O owns valuable technology, intellectual property (US8575110, US8546337, EP2766386A1, EP2766386A1, EP17157687.9) and proprietary information related to the design, construction, and bio-production of self-assembling protein nanoparticles (SAPNs).

For this project of engineering ten pairs of CD4/CD8 T-cell epitopes into the SAPNs, Alpha-O is willing to work exclusively with Sunomix and to transfer the technology for the bio-production of such SAPN-based HSV-vaccines.

Alpha-O will provide Sunomix at least 2 mg of pure protein of two SAPN-constructs.

Sunomix will use the bio-production protocol provided by Alpha-O to generate nine similar HSV-SAPN constructs.

Sunomix will be responsible to deliver at least 2 mg of pure SAPN-protein of eleven constructs (ten vaccine constructs and one negative control) to the laboratory of Dr. Lbachir Benmohamed at the University of California, Irvine, to be used for the immunization experiments of the project described in the NIH-STTR HSV vaccine grant proposal.

IN WITNESS THEREOF, Alpha-O and Sunomix have caused this Agreement to be executed in duplicate by their respective authorized representatives.

Sunomix Therapeutics

Alpha-O Peptides AG

By:



Name: Mohammed Bouziane
Title: CEO
Date: March, 21, 2017

By:



Name: Peter Burkhard
Title: CEO
Date: March 21, 2017



Description of Materials

- Alpha-O will provide two self-assembling protein nanoparticles (SAPNs), one SAPN with UL48 protein and one SAPN with two herpes epitopes.
- In a first SAPN, two prototype human CD4 and CD8 epitopes are engineered into the SAPN to generate an HSV-SAPN vaccine prototype. The architecture of this HSV-SAPN will be based on the DEDDLI-RR design.
- This HSV-SAPN will incorporate CpG ODN of the type CpG ODN1585 according to the current Alpha-O production protocol.
- In a second SAPN, as a negative control Alpha-O Peptides will provide a SAPN that has a DEDDLI-based SAPN architecture without CD4 and CD8 epitopes and lacking encapsulated CpG.
- Alpha-O Peptides will ship at least 2 mg of pure protein of the two SAPN constructs to Sunomix.
- Alpha-O will provide a biochemical and biophysical characterization of the two SAPNs with SDS-PAGE analysis and EM micrographs showing purity of the protein preparation and refolding of the SAPNs.
- Alpha-O will provide a bio-production protocol for the use of Sunomix to generate the same and another nine similar HSV-SAPN constructs.

Description of Project

Sunomix will use Materials as a comparable for the bio-production of HSV-SAPN vaccine prototypes that include other CD4 and CD8 epitopes in the same SAPN architecture.

Description of Consulting

Alpha-O will provide consulting activities to help Sunomix establish the bio-production for the remaining nine HSV-SAPN constructs using the protocols from Alpha-O.

Cost of the Project

Alpha-O will invoice Sunomix at the beginning of the activities for the dollar amount listed in Appendix A.



Appendix A**Budget**

A. Consulting	hours	rate \$	Project period
Peter Burkhard, PI	15	208.38	3'126
B. Other Personnel		% Effort	
Senior research ass. (Dr. S.K. Raman)	88'537	7.00%	6'198
C. Fringe Benefits			
Senior research ass. (Dr. S.K. Raman)	12.50%		775
Total Consulting, Salaries & Fringes			10'099
D. Equipment			-
E. Travel			-
F. Materials			
Supplies			200
Chemicals (Buffers, etc.)			400
Biochemicals (Enzymes, etc.)			600
Gene synthesis (Genscript)			200
Sequencing (Microsynt)			100
Total Materials			1'500
G. Infrastructure			
EM services (University of Basel)			300
Total Infrastructure			300
G. Total Costs CHF			11'899
H. Total cost USD	Exch. rate	0.9916	12'000

\$ Federally approved hourly consulting rate